

State of Idaho

Office of the Secretary of State

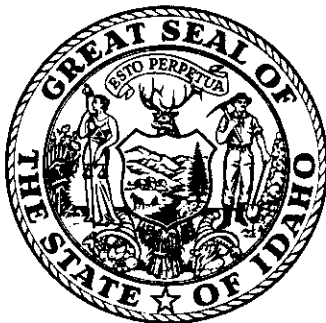
**CERTIFICATE OF AUTHORITY
OF
1ST ATLAS MORTGAGE & INVESTMENT CORP.**

File Number C 165511

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: 8 March 2006



Ben Yursa
SECRETARY OF STATE

By

[Signature]



APPLICATION FOR CERTIFICATE OF AUTHORITY (For Profit)

(Instructions on Back of Application)

06 MAR -8 PM 3:29

SECRETARY OF STATE
STATE OF IDAHO

The undersigned Corporation applies for a Certificate of Authority and states as follows:

1. The name of the corporation is:

1st Atlas Mortgage & Investment Corp

2. The name which it shall use in Idaho is: _____

3. It is incorporated under the laws of: Virginia

4. Its date of incorporation is: 03/29/2005

5. The address of its principal office is:

927 N Battlefield Blvd #100, Chesapeake, VA 23320

6. The address to which correspondence should be addressed, if different from item 5, is:

5690 Greenwich road #300 Virginia Beach, VA 23462

7. The street address of its registered office in Idaho is: c/o C T Corporation System, 300 North 6th Street, Boise, ID 83702

and its registered agent in Idaho at that address is: C T Corporation System

8. The names and respective business addresses of its directors and officers are:

Name	Office	Address
<u>Khayal Saeed</u>	<u>President/CEO/Director</u>	<u>927 N Battlefield Blvd #100, Chesapeake, VA 23320</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

Dated: 03-03-06

Signature:

Typed Name: Khayal Saeed

Capacity: President

Customer Acct #:

(If using pre-paid account)

Secretary of State use only

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Revised 07/2002

IDAHO SECRETARY OF STATE

03/08/2006 05:00

CK: 93468 CT: 20168 BH: 942045

1 @ 100.00 = 100.00 AUTH PRO # 2

1 @ 20.00 = 20.00 EXPEDITE C # 3

C165511

Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

1st Atlas Mortgage & Investment Corp. is a corporation existing under and by virtue of the laws of Virginia, and is in good standing.

The date of incorporation is March 29, 2005.

Nothing more is hereby certified.



*Signed and Sealed at Richmond on this Date:
March 7, 2006*

Joel H. Peck

Joel H. Peck, Clerk of the Commission